

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
)
W. R. GRACE & CO., et al.,¹) Case No. 01-1139 (JKF)
) Jointly Administered
Debtors.)

Objection Deadline: September 12, 2002 at 4:00 p.m.
Hearing Date: TBD only if necessary

FEE DETAIL FOR STEPTOE & JOHNSON LLP'S MONTHLY FEE APPLICATION
FOR THE PERIOD FROM MAY 1, 2002 THROUGH MAY 31, 2002

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

EXHIBIT A**Professional services rendered through: May 31, 2002: Matter 46**

05/06/02	A.L. Bailey	Develop strategy with regard to COLI Fast-Track.	0.50
05/06/02	A.E. Moran	Review COLI legislation and subsequent activities.	0.80
05/06/02	S.H. Serling	Telephone conference with Grace and Anne Moran regarding COLI settlement options.	1.00
05/06/02	S.H. Serling	Review COLI litigation.	0.50
05/06/02	A.E. Moran	Telephone conference with Grace re procedural issues.	1.00
05/06/02	J.W. Johnson	Teleconference with Grace re COLI tax procedures.	1.00
05/06/02	J.W. Johnson	Draft request to IRS for expedited COLI consideration.	2.00
05/06/02	J.W. Johnson	Research COLI operational issues.	2.00
05/06/02	J.W. Johnson	Prepare for teleconference on procedural issues.	0.50
05/07/02	S.H. Serling	Attention to COLI litigation.	0.50
05/07/02	J.W. Johnson	Research regarding COLI operational issues.	3.20
05/07/02	J.W. Johnson	Draft and revise letter to IRS re COLI settlement.	1.00
05/08/02	A.L. Bailey	Advice regarding COLI operational issues.	0.40
05/08/02	J.W. Johnson	Revisions to IRS letter related to expedited settlement of COLI issue.	0.80
05/08/02	J.W. Johnson	Analyze COLI operational issues related to COLI settlement.	1.80
05/09/02	J.M. Baxley	Review of COLI operations.	1.50
05/09/02	J.W. Johnson	Research COLI operations issues per COLI settlement.	2.20
05/10/02	J.M. Baxley	Research re: review of COLI operations.	3.00
05/10/02	J.W. Johnson	(COLI Operations) research related to COLI settlement.	1.50

05/13/02	J.M. Baxley	Research re: COLI operations; begin drafting memorandum.	4.50
05/14/02	B. Kaufman	Review of COLI case filings and decision.	0.50
05/14/02	J.M. Baxley	Research re: COLI operations; continue drafting memorandum.	5.50
05/15/02	J.M. Baxley	Research re: COLI operations.	5.50
05/16/02	A.L. Bailey	Prepare for call regarding COLI cases.	0.50
05/17/02	A.E. Moran	Review recent COLI cases.	2.50
05/17/02	A.L. Bailey	Review information from other companies re COLI operations.	0.50
05/17/02	J.M. Baxley	Review cases re: COLI operations.	5.50
05/19/02	J.M. Baxley	Research and drafting re: review of COLI operations.	7.50
05/20/02	J.W. Johnson	Review research re COLI operational issues.	2.20
05/20/02	J.M. Baxley	Read cases and draft memorandum regarding review of COLI operations.	7.00
05/21/02	S.G. Watters	Review state legislative history regarding COLI.	1.00
05/21/02	A.L. Bailey	Telephone call with client regarding decisions and task list for follow-up with CFO.	0.80
05/21/02	A.E. Moran	Conference call on COLI litigation (AEM attended only part).	0.50
05/21/02	A.E. Moran	Prepare for conference call on COLI litigation.	0.20
05/21/02	J.W. Johnson	Research relating to COLI settlement.	3.00
05/21/02	A.L. Bailey	Call Avon Consulting regarding policyholder reactions to COLI cases.	1.20
05/21/02	S.H. Serling	Conference call regarding COLI litigation with Art Bailey, Anne Moran, Carol Finke, Rick Sentfleben, and Elyse Napoli.	0.80
05/21/02	R.B. Hotchkiss	Review Rev. Proc. 99-23 to determine what rights, if any, client has to appeal case manager's decision to reject an early referral request.	0.80
05/22/02	S.G. Watters	Continue review of state legislative history regarding COLI.	1.00

05/22/02	J.W. Johnson	Research regarding issues related to COLI policies and IRS settlement issues.	4.50
05/22/02	A.E. Moran	Follow up on COLI litigation.	0.80
05/23/02	J.M. Baxley	Review of COLI operations.	0.50
05/23/02	J.W. Johnson	Research regarding issues related to COLI settlement.	2.50
05/24/02	S.G. Watters	Continue review of state legislative history regarding COLI.	1.00
05/24/02	J.M. Baxley	Review of COLI operations; further research re; review of COLI operations; revise memo.	6.00
05/24/02	A.L. Bailey	Attention to email from client; follow-up.	0.50
05/24/02	J.W. Johnson	Research regarding issues relating to COLI settlement.	2.50
05/25/02	J.M. Baxley	Read cases; revise memorandum re: review of COLI operations.	5.00
05/26/02	J.M. Baxley	Research; revise memorandum re: review of COLI operations.	7.50
05/27/02	J.M. Baxley	Finalize first draft or memorandum re review of COLI operations.	5.00
05/27/02	J.W. Johnson	Preparation of Memorandum re COLI issues.	3.00
05/28/02	S.H. Serling	Review; Rev. Proc. 99-28 regarding early referral procedures; review IRS structure.	2.50
05/28/02	A.L. Bailey	Analysis of possible Grace liabilities.	1.40
05/28/02	J.M. Baxley	Review of COLI operations in preparation for conference call with client.	3.50
05/29/02	J.W. Johnson	Research regarding impacting COLI settlement.	2.50
05/29/02	A.E. Moran	Follow-up re conference on COLI cases and settlement issues.	0.40
05/29/02	J.W. Johnson	Teleconference with client regarding COLI settlement issues.	2.00
05/29/02	J.M. Baxley	Phone conference with client re COLI operations.	2.00
05/29/02	J.M. Baxley	Begin further work re: review of COLI operations.	3.00

05/29/02	S.H. Serling	Prepare for and telephone conference with client regarding pending COLI litigation and IRS procedures (attended part).	1.30
05/29/02	A.E. Moran	Telephone conference re recent COLI cases and settlement issues (attended part).	1.30
05/29/02	A.L. Bailey	Telephone call to client regarding settlement issues.	2.00
05/30/02	A.E. Moran	Review and send information on COLI issues to client.	0.60
05/30/02	J.W. Johnson	Review issues re COLI settlement.	2.00
05/30/02	J. Scher	Research at Georgetown University Law Library re State Law (for Jean Baxley).	7.00
05/30/02	S.G. Watters	Continue review of state legislative history.	1.00
05/31/02	A.E. Moran	Telephone conference with R. Sentfleben re COLI case.	0.40
05/31/02	J.W. Johnson	Teleconference with client re COLI settlement research.	0.10
05/31/02	J.W. Johnson	Research re COLI settlement issues.	2.50
05/31/02	J. Scher	Explaining research findings to Susan Watters	0.50

Name	Hours	Rate	Value
A.L. Bailey	7.80	465.00	3,627.00
S.H. Serling	6.60	450.00	2,970.00
J.W. Johnson	42.80	445.00	19,046.00
A.E. Moran	8.50	375.00	3,187.50
J.M. Baxley	72.50	300.00	21,750.00
B. Kaufman	0.50	270.00	135.00
R.B. Hotchkiss	0.80	200.00	160.00
S.G. Watters	4.00	150.00	600.00
J. Scher	7.50	100.00	750.00
Total	151.00		52,225.50

Total Fees -- Matter 46**\$52,225.50**

May 2002 Fees -- Matter 32

05/01/02	A.E. Moran	Work on bills for January-March 2002.	2.50
05/02/02	A.E. Moran	Work on January - March bills.	2.20
05/03/02	A.E. Moran	Finish work on bills.	3.30
05/08/02	A.E. Moran	September bill filing.	0.40
05/17/02	A.E. Moran	Work on quarterly bills.	1.50
05/20/02	A.E. Moran	Work on bills for 2002; send out.	3.00
05/23/02	A.E. Moran	Telephone call to court; letter to court re registration (for billing purposes).	0.60

Name	Hours	Rate	Value
A.E. Moran	13.50	375.00	5,062.50

Total Fees - Matter 32	\$5,062.50
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